

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEW HAMPSHIRE

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IN RE TYCO INTERNATIONAL LTD.,  
SECURITIES, DERIVATIVE AND "ERISA"  
LITIGATION

MDL Docket No. 02-1335-B

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PUBLIC EMPLOYEES' RETIREMENT  
ASSOCIATION OF COLORADO,

This Document Relates To:

Docket No. 08-1341-B

Plaintiff,

v.

TYCO INTERNATIONAL LTD.; TYCO  
ELECTRONICS LTD.; COVIDIEN LTD.;  
L. DENNIS KOZLOWSKI; MARK H.  
SWARTZ; FRANK E. WALSH, JR., and  
PRICEWATERHOUSECOOPERS LLP,

Defendants.

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**JOINT MOTION FOR ENTRY OF ORDER AND FINAL JUDGMENT  
OF DISMISSAL WITH PREJUDICE AGAINST  
FRANK E. WALSH, JR. AND BAR ORDER**

Plaintiff in the above-captioned action (“Colorado PERA”) and Defendant Frank E. Walsh, Jr. (“Walsh”) have represented to the Court that they have entered into a Settlement Agreement and Release (the “Settlement Agreement”) that resolves all issues between and among them that are related to, involved, set forth, or referred to in Colorado PERA’s Complaint. Accordingly, Colorado PERA and Walsh respectfully request that the Court enter the Agreed Order and Final Judgment of Dismissal with Prejudice Against Frank E. Walsh, Jr. and Bar Order attached hereto as Exhibit A.

Respectfully submitted,

Dated: December 4, 2009

/s/ Andrew Entwistle  
Andrew Entwistle  
ENTWISTLE & CAPPUCCI LLP  
30 Columbia Turnpike  
P.O. Box 95  
Florham Park, New Jersey 07932,  
(973) 236-0666

Attorneys for Plaintiff  
Public Employees’ Retirement  
Association of Colorado

/s/ Laurence Greenwald  
Laurence Greenwald  
Michele Pahmer  
STROOCK & STROOCK & LAVAN LLP  
180 Maiden Lane  
New York, New York 10038  
(212) 806-5400

Attorneys for Defendant  
Frank E. Walsh, Jr.

**EXHIBIT A**

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEW HAMPSHIRE

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IN RE TYCO INTERNATIONAL LTD., : MDL Docket No. 02-1335-B  
SECURITIES, DERIVATIVE AND "ERISA" :  
LITIGATION :  
----- x  
PUBLIC EMPLOYEES' RETIREMENT :  
ASSOCIATION OF COLORADO, :  
----- x  
Plaintiff, :  
----- x  
v. :  
TYCO INTERNATIONAL LTD.; TYCO :  
ELECTRONICS LTD.; COVIDIEN LTD.; :  
L. DENNIS KOZLOWSKI; MARK H. :  
SWARTZ; FRANK E. WALSH, JR., and :  
PRICEWATERHOUSECOOPERS LLP, :  
----- x  
Defendants. :  
----- x

This Document Relates To:

Docket No. 08-1341-B

**AGREED ORDER AND FINAL JUDGMENT OF DISMISSAL WITH  
PREJUDICE AGAINST FRANK E. WALSH AND BAR ORDER**

## EXHIBIT A

Plaintiff in the above-captioned action and Defendant Frank E. Walsh (each a “Settling Party” and collectively the “Settling Parties”) have represented to the Court that they have entered into a Settlement Agreement and Release (the “Settlement Agreement”) that resolves all issues between and among them that are involved, set forth, or referred to in the Complaint. All defined terms set forth herein are defined in the Settlement Agreement.

For good cause shown, it is hereby ORDERED that:

1. **Bar Order.** As provided in Section 21D-4(f)(7)(A) of the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4(f)(7)(A), to the maximum extent permissible under applicable law, and without agreeing or otherwise admitting that the “Non-Released Parties” (defined below) have any claim or right to contribution against any Settling Party: (a) Defendants L. Dennis Kozlowski, Mark H. Swartz, and PriceWaterhouseCoopers LLP (collectively the “Non-Settling Defendants”) and Tyco International Ltd., Covidien Ltd., and Tyco Electronics Ltd. (the “Previously-Settled Defendants,” together with the Non-Settling Defendants the “Non-Released Parties”) are hereby permanently barred, enjoined, and restrained from commencing, prosecuting, or asserting any claim for or otherwise seeking contribution against any Settling Party based upon, relating to, or arising out of the Released Claims; (b) each Settling Party is hereby permanently barred, enjoined, and restrained from commencing, prosecuting, or asserting any claim for contribution against each other or against any other person based upon, relating to, or arising out of the Released Claims.

2. Because there is no just reason for delay in the entry of this ORDER and FINAL JUDGMENT with respect to the claims asserted by Plaintiff against Frank E. Walsh, Jr., all claims asserted by Plaintiff against Frank E. Walsh, Jr. are DISMISSED WITH PREJUDICE pursuant to Federal Rule of Civil Procedure 54(b). This action is not dismissed with respect to any claims asserted against the Non-Settling Defendants.

3. The Clerk of the Court is expressly directed to enter this Agreed Order and Final Judgment of Dismissal with Prejudice against Frank E. Walsh and Bar Order as a final judgment and to send a copy of same to all counsel of record.

IT IS SO ORDERED.

Entered: \_\_\_\_\_, 2009

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The Honorable Paul Barbadoro  
United States District Court Judge